

**BEFORE THE COMMISSIONER OF COMMERCE AND INSURANCE
OF THE STATE OF TENNESSEE AT NASHVILLE**

TENNESSEE SECURITIES DIVISION

Petitioner,

VS.

**VAN BUREN SECURITIES, L.L.C.;
ROBERT FRED SISTRUNK; AND
SHOLEEN WUEST**

Respondents.

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File No.: 98-010

ORDER TO CEASE AND DESIST

This Order issues as a result of a Petition and its exhibits attached hereto filed by the Tennessee Securities Division of the Department of Commerce and Insurance and is predicated upon the following Findings of Fact and Conclusions of Law

FINDINGS OF FACT

Van Buren Securities, L.L.C. ("Van Buren" is a limited liability corporation organized according to the laws of the State of Illinois. Van Buren has its principal place of business at either 440 S. LaSalle Suite 3100, Chicago, Illinois 60605; 216 West Jackson, Suite 950, Chicago, Illinois 60606; or 5750 Old Orchard Road, Suite 520, Skokie, Illinois 50077.

2. Van Buren maintains an office in the State of Tennessee, located at 16 Wilson Pike, Suite 201, Brentwood, Tennessee 37027, however it is not registered with the Tennessee Secretary of State.

3. Robert Fred Sistrunk ("Sistrunk") (CRD #255343) is a citizen of Tennessee and a resident of Brentwood. As an agent of Van Buren, Sistrunk manages the broker-dealer's Brentwood branch office. Sistrunk maintains his business address at 16 Wilson Pike, Suite 201, Brentwood, Tennessee 37027.

4. Sistrunk most recently worked as an agent of All-Tech Investment Group, Inc. ("All-Tech."). His agent registration termed on July 8, 1998. All-Tech's offices were located in the same location as Van Buren's Brentwood, Tennessee office.

5. Sholeen Wuest ("Wuest") is a customer/ trader of Van Buren's Brentwood office. Wuest maintains her securities business address at 16 Wilson Pike, Suite 201, Brentwood, Tennessee 37027.

6. The Brentwood office is Van Buren's eleventh (11th) office in the United States. Van Buren currently has plans to open four (4) additional offices.

7. Through its Brentwood office, Van Buren is operating a day trading firm. Customers are required to deposit a minimum of \$25,000.00 in order to open an account with Van Buren. Once an account is open, a customer is designated a "day trader" and permitted to make securities purchases and sales by directly accessing the "floors" of the New York Stock Exchange, the American Stock Exchange, the Pacific Stock Exchange, and the NASDAQ.

8. Although Van Buren advertises free training classes for its customers, Sistrunk directs customers to training classes in Philadelphia, Pennsylvania if they are interested in learning how to "day trade" and use the software system.

9. "Day trading" is a high-risk form of investing that involves the same quick-time issuance and acceptance of offers experienced by professional traders working on the "floors" of

the stock exchanges. An article in the October 30, November 5, 1998 edition of the *Nashville Business Journal* quotes Wuest: "Just during the short time we've been there, I've seen people lose a lot of money."

10. Van Buren Securities, L.L.C. is approved as a broker-dealer by the Securities and Exchange Commission and a member of the Philadelphia Stock Exchange. However, Van Buren Securities, L.L.C. is not registered with the Tennessee Securities Division as a broker-dealer.

Neither Robert Fred Sistrunk, Sholeen Wuest, nor any of Van Buren's customers/traders are registered with the Tennessee Securities Division as agents of Van Buren.

12. The Respondents Van Buren Securities, L.L.C. and Robert Fred Sistrunk are presently and will continue to solicit customers to act as agents of the broker-dealer and use their money in the trading of securities without the proper registration or training, and as result of this activity the public will suffer immediate and irreparable injury, loss or damage.

13. This Order is in the public interest and necessary for the protection of investors, and consistent with the purposes fairly intended by the Act.

CONCLUSIONS OF LAW

Tennessee Code Annotated §48-2-102(3) provides that a "broker-dealer" means any person engaged in the business of effecting transactions in securities for the account of others, or any person engaged in the business of buying or selling securities issued by one (1) or more other persons for such person's own account and as part of a regular business rather than in connection with such person's investment activities.

2. Tennessee Code Annotated §48-2-102(2) provides that an "agent" means any individual, other than a broker-dealer, who represents a broker-dealer in effecting or attempting to effect purchases or sales of securities from, in or into this state.

3. Tennessee Code Annotated §48-2-109(a) provides that it is unlawful for any person to transact business from or in this state as a broker-dealer or agent unless such person is registered as a broker-dealer or agent under this part.

4. Tennessee Code Annotated §48-2-109(b) provides that it is unlawful for any broker-dealer to employ an agent to transact business as an agent unless the agent is registered under this part.

5. Based upon the Findings of Fact and the Exhibits filed by the Petitioner, the Respondent Van Buren Securities, L.L.C. has violated and is violating Tennessee Code Annotated §48-2-109(a) and (b) by acting as an unregistered broker-dealer and employing unregistered agents. Based upon the Findings of Fact and the Exhibits filed by the Petitioner, Respondents Robert Fred Sistrunk and Sholeen Wuest have violated and are violating Tennessee Code Annotated §48-2-109(a) by acting as unregistered agents of a broker-dealer.

6. Tennessee Code Annotated §48-2-116 provides that the Commissioner may make, promulgate, amend, and rescind such Orders as are necessary to carry out the provisions of the Tennessee Securities Act of 1980 and that such Order is in the public interest, necessary for the protection of investors and consistent with the purposes fairly intended by the policy and provisions of the Act.

7. Tennessee Code Annotated §48-2-116(e)(2) states, in pertinent part, that no Order may be entered without: prior notice to affected parties, unless the Commissioner determines that

prior notice would not be in the public interest and would be detrimental to the protection of investors; an opportunity for a hearing before the Commissioner; and written Findings of Fact and Conclusions of Law.

8. Based upon the Findings of Fact, it would not be in the public interest and it would be detrimental to the protection of investors if prior notice of this Order were given to affected parties.

NOW, THEREFORE, in consideration of the foregoing, it is **ORDERED** that

The Respondent Van Buren Securities, L.L.C. shall cease and desist in the further conduct as a broker-dealer from, in, or into the State of Tennessee until such time as it is effectively registered with the Division to engage in such activity.

2. The Respondents Robert Fed Sistrunk and Sholeen Wuest shall cease and desist in further conduct as agents of Van Buren Securities, L.L.C. from, in, or into the State of Tennessee until such time each is effectively registered with the Division to engage in such activity.

3. All persons in any way assisting, aiding, or helping any of the aforementioned Respondents in any of the aforementioned violations of the Tennessee Securities Act of 1980, as amended, Tennessee Code Annotated §§48-2-101 et seq. shall cease and desist from all such activities in violation of the Tennessee Securities Act of 1980, as amended.

This Order is not intended to prohibit any lawful conduct in which any of the Respondents might be engaged.

Entry of this Order shall not in any way restrict the Tennessee Securities Division or the Commissioner of Commerce and Insurance from taking further action with respect to these or other possible violations by Respondents of the Act or any of the Rules promulgated thereunder.

This Order shall become a Final Order 30 days from the date of its entry, unless written notification requesting a hearing is made within that 30 day period.

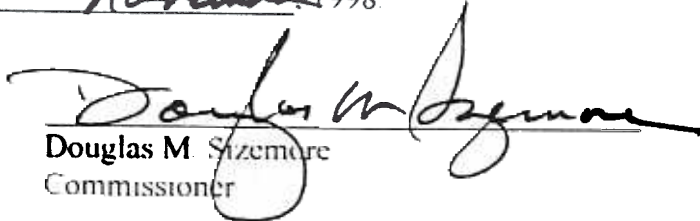
You are advised that you have the right to a hearing as to all matters raised in this Order.

If you wish to exercise your right to a hearing, please notify:

DAPHNE D. SMITH
ASSISTANT COMMISSIONER FOR SECURITIES
STATE OF TENNESSEE, DEPARTMENT OF COMMERCE AND INSURANCE
DAVY CROCKETT TOWER, SUITE 680
500 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243

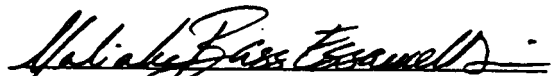
Such request must be received within 30 days of the date of entry of this Order.

Entered this 20th day of November, 1998.


Douglas M. Sizemore
Commissioner

APPROVED FOR ENTRY:


Daphne D. Smith
Assistant Commissioner for Securities
Department of Commerce and Insurance


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